



**THIRU AROORAN SUGARS LIMITED**  
**ANNUAL REPORT 2003 - 04**





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## Our vision

To achieve enhanced, sustainable, long-term shareowner value in responsible partnership with the environment.

## Our mission

- To maximise value from cane through core and downstream operations.
- To pursue efficient solutions through front-line technologies for delivering value.
- To be recognised as the industry proxy for balanced growth.
- To be respected as a credible and dependable partner with its stakeholders - the farmers, customers and employees.
- To remain committed to the highest standards of conduct which includes a respect for the laws of the land, the production of an output of acceptable quality, protection of the environment in which the company operates and fairness in dealings with its stakeholders.

## Our Stakeholder philosophy

To provide :

- Our shareowners with a superior long-term return for their investment in the company
- Our farmers with a remunerative price;
- Our consumers with a consistently high quality of output;
- Our employees at all levels with challenging and satisfying work that includes continuing opportunities for personal development, and
- Our society with an exemplary demonstration of social responsibility and citizenship at the corporate level.

## Our quality policy

The objective of Thiru Arooran Sugars is to evolve and consistently maintain a Quality Management System across all departments so as to conform to national and international standards in all its end products.

Report



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## Our quality objectives

To identify and improve farming methods to produce quality cane and continuously improve on the same through in-house Research and Development as well as through a continuous interaction with farmers and institutions.

To identify, improve and follow the process of continuous upgradation of the end products.

To improve productivity by adopting preventive maintenance of the plant and machinery.

To improve work methods for increasing efficiency at various levels of operations, thus meeting quality standards and reducing cost.

To develop a long-term relationship with suppliers for ensuring better values and quality in a manner that is mutually satisfactory with no conflict of interest.

To run operations within each parameter of pollution and environmental standards to the satisfaction of all relevant stakeholders.

To create a culture of quality through continuous training and educational programmes for employees at all levels in the organisation.

## Corporate

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The management and preservation of the environment is a prime and challenging responsibility of business today. The expansion of commercial interests has so degraded the living environment that the big question is whether we can at all hand the earth down to succeeding generations in a form which enables them to live and prosper in dignity.

The challenge is therefore to produce, without depleting the natural resources. Without disturbing the ecology and to be able to do it repeatedly. The emphasis is on 'renewable'.

Thiru Arooran prides itself on making an honest effort on being able to live up to this philosophy. The molasses generated as co-product from the manufacture of sugar is converted into alcohol which, in turn, is used to produce chemicals that would otherwise be manufactured through non-renewable resources. Some of these co-products can also be used as an additive to petrol in motor vehicles, thus enabling the conservation of limited crude resources. The other co-product bagasse, derived from the crushing of sugarcane, is used to generate power, thereby reducing the use of fossil fuels.

The effluent from the production of alcohol is composted with the co-product pressmud from the sugar factory to produce an organic manure which is used by farmers to improve the organic content in the soil. This enables the farmers to return to the soil what they take out of it.

All these activities at Thiru Arooran are truly renewable and can be sustained as long as we continue to grow sugarcane.

## Board of Directors

### **Mr. R V Tyagarajan**

*Chairman and Managing Director.*

A graduate in Chemical Engineering from the IIT Madras and a Master of Science in Management from the Sloan School of Management at MIT, Cambridge, Massachusetts, USA. Also a Director of Tube Investments of India Ltd. (Among others)

### **Dr. A Ramachandran,**

*Director.*

Chairman of the Advisory Committee and R&D Committee in the Ministry of Non-conventional Energy Sources. Also a Director in ILFS Trust Limited. Has formerly held the positions of Under-Secretary General and Executive Director of the United Nations Centre for Human Settlements (Habitat), Director General of the CSIR and Secretary to the Government of India in the Ministry of Science and Technology.

### **Mr. R Vijayaraghavan,**

*Director.*

Professionally an advocate, also holds directorships in Amrutanjan Ltd., Redington (India) Ltd., Sanco Trans Ltd and Neyveli Lignite Corporation Ltd., (Among others)

### **Ms. Malathi Ram Tyagarajan,**

*Director.*

Represents the promoter shareholders.

## Company Secretary

Mr. K. Nagarajan

## Bankers

- State Bank of India
- ICICI Bank Limited
- Punjab National Bank
- Union Bank of India
- Canara Bank
- UCO Bank
- UTI Bank Limited

## Auditors

M/s. S.N.S. Associates

## Registered Office

EI Dorado, Fifth Floor,  
112, Nungambakkam High Road,  
Chennai - 600 034  
Phones : 2827 6001, 2827 8267  
Fax : 044-2827 0470

# Shareholders' information

## Date and Venue of Annual General Meeting

Monday, 20<sup>th</sup> December, 2004 at 10.15 A.M. at Rani Seethai Hall  
No.603, Anna Salai, Chennai 600 006

## Financial Calendar

Financial Reporting for the Quarter Ended

- September 30, 2004 : on or before Oct. 31, 2004
- December 31, 2004 : on or before Jan. 31, 2005
- March 31, 2005 : on or before April 30, 2005
- June 30, 2005 : on or before Sept. 30, 2005

## Share Price Movements

The high and low prices of the company's shares on the National Stock Exchange and The Stock Exchange, Mumbai between July, 2003 and June, 2004 are as under :

Month	National Stock Exchange		The Stock Exchange Mumbai	
	High Rs.	Low Rs.	High Rs.	Low Rs.
July, 2003	32.90	24.55	32.05	24.55
August, 2003	39.00	30.50	40.50	23.80
September, 2003	37.75	25.00	38.50	26.50
October, 2003	33.75	25.00	32.85	24.05
November, 2003	33.90	24.15	32.70	23.40
December, 2003	41.25	28.60	42.65	32.00
January 2004	42.00	27.00	41.00	27.25
February, 2004	37.50	26.00	41.45	25.60
March, 2004	37.00	25.00	37.70	27.90
April, 2004	100.10	31.35	98.85	32.50
May, 2004	109.20	74.05	109.40	75.55
June, 2004	79.00	59.25	84.10	59.50

## Share Details

Market Lot. 100 Shares

## Listing and Trading of Company's Equity Shares

The Company's Equity Shares are listed on the following Stock Exchanges in India. The Company has paid the annual renewal

fees upto March 31, 2005 to all the stock exchanges on which its equity shares are listed.

*The National Stock Exchange Limited*  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra – Kurla Complex  
Bandra (E), Mumbai 400 051

*The Stock Exchange, Mumbai*  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001

The shares of the Company have been delisted from Madras Stock Exchange as per Securities Exchange Board of India (Delisting of Securities Guidelines), 2003. Delisting application was submitted to Madras Stock Exchange during the Financial Year 2003-04 and all the formalities were completed in time. The Stock Exchange is yet to revert back to the Company on the delisting issue.

## Dematerialisation of Equity Shares

The trading in the Company's Equity Shares on the specified Stock Exchanges have to be compulsorily settled in the electronic form by all investors. The Company has entered into tripartite agreement along with the Registrar and Share Transfer Agents of the company with two depositories viz., National Securities Depository Limited (NSDL) and Central Depository Securities Limited (CDSL).

The Equity Shares of the Company have been admitted for dematerialisation by these depositories with the International Securities Identification Number (ISIN) – INE 409A01015.

Members desiring to know further details, may contact NSDL and CDSL at their following address.

*National Securities Depository Limited*  
Trade World, 4<sup>th</sup> Floor  
Kamala Mills Compound  
Senapati Bapat Marg, Lower Parel  
Mumbai 400 023

*Central Depository Securities Limited*  
Phiroze Jeejeebhoy Towers, 28<sup>th</sup> Floor  
Dalal Street  
Mumbai 400 023

**Registrars and Share Transfer Agents**

M/s. Integrated Enterprises (India) Limited  
 2<sup>nd</sup> Floor, Kences Towers  
 No 1, Ramakrishna Street  
 North Usman Road  
 T.Nagar  
 Chennai 600 017  
 Tel : 044 - 28140801  
 Fax : 044 - 28142479

**Nomination Facility**

The Companies Act, 1956 and the Rules prescribed thereunder provides for nomination of shares. The shareholders can now nominate a person with whom the shares shall vest in the event of death of the shareholders. The nomination can be made only by individuals holding shares of the company either in sole name or jointly with another (not exceeding one joint holder). The nominee shall be an individual. In the case of

nominee being a minor he / she may be represented by his / her natural guardian or a court appointed guardian. The transfer of shares in favour of a nominee shall be a valid discharge by the company against the legal heirs. The nomination shall stand rescinded upon transfer of shares. The nomination by a shareholder can be changed or cancelled at any time by giving due notice and upon execution of a fresh nomination form.

**Communication**

All share transfers should be forwarded to the Registrars & Share Transfer Agents of the Company. All communications should be forwarded to the Registered Office of the Company marked to the attention of the Company Secretary. Share Transfers will normally be registered and returned within 30 days from the date of receipt of correct documents.

Investors complaints / grievances not resolved within 30 days should be addressed to the Chairman & Managing Director for redressal.

**Distribution of shareholding (as at the year end)**

No. of Equity Shares held	2003-2004				2002-2003			
	No. of Share holders	% of Share holders	No. of Shares held	% Share holding	No. of Share holders	% of Share holders	No. of Shares held	% Share holding
1 – 100	3119	74.00	285494	2.66	3475	74.13	327844	3.05
101 – 200	434	10.30	77621	0.72	491	10.47	88129	0.82
201 – 500	298	7.07	115887	1.08	338	7.21	127911	1.19
501 – 1000	133	3.16	107375	1.00	151	3.22	121094	1.13
1001 – 5000	154	3.65	392118	3.65	153	3.26	387697	3.60
5001 – 10000	29	0.69	222952	2.07	33	0.71	246546	2.29
10001 and above	48	1.14	9550577	88.83	47	1.00	9452803	87.92
Total	4215	100	10752024	100	4688	100	10752024	100



*Categories of shareholding (as at the year end)*

No. of Equity Shares held	2003-2004				2002-2003			
	No. of Share holders	% of Share holders	No. of Shares held	% Share holding	No. of Share holders	% of Share holders	No. of Shares held	% Share holding
Promoters	7	0.17	5005611	46.56	7	0.15	4975111	46.27
Mutual Funds & UTI	1	0.02	100	0.00	1	0.02	100	0.00
Banks & Financial Institutions	4	0.09	2800	0.03	8	0.17	180100	1.67
FII's	4	0.09	1530400	14.23	4	0.09	2180400	20.28
Corporates	108	2.56	1413511	13.15	91	1.94	971687	9.04
Individuals	4071	96.60	1906454	17.73	4554	97.14	1595458	14.84
NRIs/OCBs	20	0.47	893148	8.31	23	0.49	849168	7.90
<b>Total</b>	<b>4215</b>	<b>100</b>	<b>10752024</b>	<b>100.00</b>	<b>4688</b>	<b>100</b>	<b>10752024</b>	<b>100.00</b>

Plant locations : Tirumandankudi Village  
Papanasam Taluk  
Thanjavur District  
Tamil Nadu State  
Pincode : 612 301  
A. Chittur  
Virudhachalam Taluk  
Cuddalore District  
Pincode : 606 105

**Other useful information for Shareholders:**

Shareholders who have not yet encashed their dividend warrants for the years 1997-98 and 1998-99 may approach the Company for revalidation / issue of duplicate dividend warrant quoting reference of their Ledger Folio Numbers.

In terms of Section 205A of the Companies Act, 1956, unclaimed equity dividend for the financial year(s) upto 1993-94 has been transferred to the General Revenue Account of

the Central Government. Shareholders who have so far not claimed or collected their dividend for the said financial year(s), may claim the same from the Registrar of Companies, Tamil Nadu by submitting an application in the prescribed form.

In terms of Section 205A of the Companies Act, 1956, unclaimed equity dividend for the financial year(s) 1994-95 and 1995-96 has been transferred to the Investor Education and Protection Fund of the Central Government. It may be noted that no claims shall lie against the Company in respect of such amounts and no payment shall be made against such claims subsequent to the date of the aforesaid transfer.

Dividend for the financial year ended 31<sup>st</sup> March, 1997 which remains unpaid or unclaimed will be due for transfer to the Investor Education and Protection fund established under Section 205C of the Companies Act, 1956 during this year. It may be noted that no claims shall lie against the Company in respect of such amounts and no payment shall be made against such claims subsequent to the date of the aforesaid transfer.

## Report of the Board of Directors

# Dear Shareholders,

Your Directors present their 49th Annual Report on the working of the Company for the year ended June 30, 2004.

( Figures in Rupees )

	2003-2004	2002-2003
Profit before Interest & Depreciation	342,118,283	114,870,087
Less: Interest and Finance Charges	185,317,904	171,591,732
Depreciation	120,855,762	91,221,196
Profit before Tax	35,944,617	(147,942,841)
Less: Provision for Taxation		
– Current year	365,000	—
– Earlier years	3,175,180	931,791
– Deferred Tax (Net)	7,335,624	(3,908,268)
– Wealth Tax	8,000	30,000
Profit after Tax	25,060,813	(144,996,364)
Balance brought forward from previous year	—	83,552,793
Proposed Dividend on Preference Shares written back	—	24,666,666
Transfer from General Reserve	—	36,776,905
Profit available for appropriation	25,060,813	—
Appropriation:		
Dividend on Preference Shares	15,466,667	—
Tax and Cess on distributed profit	2,020,906	—
Surplus carried to Balance Sheet	7,573,240	—
Total	25,060,813	—